

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AUTHORS GUILD, DAVID BALDACCI, MARY BLY, MICHAEL CONNELLY, SYLVIA DAY, JONATHAN FRANZEN, JOHN GRISHAM, ELIN HILDERBRAND, CHRISTINA BAKER KLINE, MAYA SHANBHAG LANG, VICTOR LAVALLE, GEORGE R.R. MARTIN, JODI PICOULT, DOUGLAS PRESTON, ROXANA ROBINSON, GEORGE SAUNDERS, SCOTT TUROW, and RACHEL VAIL, individually and on behalf of others similarly situated,

Plaintiffs,

v.

OPENAI INC., OPENAI LP, OPENAI LLC, OPENAI GP LLC, OPENAI OPCO LLC, OPENAI GLOBAL LLC, OAI CORPORATION LLC, OPENAI HOLDINGS LLC, OPENAI STARTUP FUND I LP, OPENAI STARTUP FUND GP I LLC, and OPENAI STARTUP FUND MANAGEMENT LLC,

Defendants.

No. 1:23-cv-08292-SHS

JONATHAN ALTER, KAI BIRD, TAYLOR BRANCH, RICH COHEN, EUGENE LINDEN, DANIEL OKRENT, JULIAN SANCTON, HAMPTON SIDES, STACY SCHIFF, JAMES SHAPIRO, JIA TOLENTINO, and SIMON WINCHESTER, on behalf of themselves and all others similarly situated,

Plaintiffs,

v.

OPENAI, INC., OPENAI GP, LLC, OPENAI, LLC, OPENAI OPCO LLC, OPENAI GLOBAL LCC, OAI CORPORATION, LLC, OPENAI HOLDINGS, LLC, and MICROSOFT CORPORATION,

Defendants.

No. 1:23-cv-10211-SHS

**DECLARATION OF MICHAEL TRINH IN SUPPORT OF OPENAI DEFENDANTS’
MOTION TO SEAL PLAINTIFFS’ LETTER BRIEFS
AND RELATED EXHIBITS**

I, Michael Trinh, hereby declare as follows:

1. I am Associate General Counsel at OpenAI. I submit this declaration in support of Defendants’ Motion to Seal pursuant to Section IV of Your Honor’s Individual Rules and Practices. I have personal knowledge of the facts set forth below and if called as a witness, could testify competently thereto.

2. Exhibit 2 attached to Plaintiffs’ letter brief directed to Data Working Group issues and Exhibits E and F attached to Plaintiffs’ letter brief directed to OpenAI corporate structure issues are documents produced by OpenAI during discovery that are designated “CONFIDENTIAL,” or “HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY.”

3. The material contained within each of these documents falls into one or more confidential categories of information: (i) communications, under NDA, between OpenAI employees and Microsoft about business strategy (Ex. No. 2);¹ and (ii) documents describing OpenAI’s corporate organizational structure and organizational agreement (Ex. Nos. E and F).² OpenAI considers these documents (or summaries thereof in Plaintiffs’ briefing) to be confidential or highly confidential under the protective order.

4. **Category (i).** OpenAI treats forward-looking business discussions as confidential or highly confidential, and exchanged these discussions with Microsoft under non-disclosure agreement obligations. OpenAI generally does not publicly disclose strategic decision-making, deliberations, and discussions to prevent competitive harm to OpenAI.

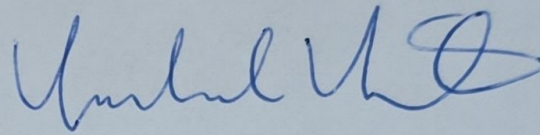
¹ OPCO_SDNY_0012381.

² OPCO_SDNY_0000186; OPCO_SDNY_1463171.

5. **Category (ii).** OpenAI's corporate structure and organizational documents are treated as confidential or highly confidential, as is its internal documentation about the legal status of any of its entities. To prevent competitive harm, OpenAI generally does not disclose the operational detail and specifics of how its corporate entities are organized or categorized beyond what it is legally obligated to make public.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 18th day of November 2024 in Redwood City, CA.

By: 

Michael Trinh
Associate General Counsel
OpenAI